

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF NEW YORK

RETURN DATE: MARCH 11, 2014

TIME: 10:00 A.M.

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In Re:

Chapter 7

Joseph Yerushalmi,

Case No. 807-72816-478

Debtor.

Notice of Hearing

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PLEASE TAKE NOTICE, that on March 11, 2014 at 10:00 a.m., Marc A. Pergament, Chapter 7 Trustee ("Trustee") of the Estate of Joseph Yerushalmi ("Debtor") will move before the Honorable Dorothy Eisenberg, United States Bankruptcy Judge, United States Bankruptcy Court, Alfonse M. D'Amato U.S. Courthouse, 290 Federal Plaza, Room 760, Central Islip, New York 11722, or as soon thereafter as counsel can be heard for an Order:

- a. pursuant to Sections 363(b), (f) and (m) of the United States Bankruptcy Code authorizing the Trustee to sell his right, title and interest in 288 shares of Netline Communications Technologies (NCT) Ltd. ("Netline"), an entity organized under the laws of the State of Israel, which the above-captioned Debtor owned through an entity known as Enjoy Capital, LLC, to King Capital, Inc., for the sum of \$90,000.00, free and clear of all claims, liens and encumbrances, with such claims, liens and encumbrances to attach to the proceeds, subject to higher and better offers and a right of first refusal under the Articles of Association of Netline;
- b. authorizing the Trustee to execute all documents necessary to effectuate the sale of his interest in Netline and as more fully set forth in the Asset Sale and Purchase Agreement dated February 4, 2014;

- c. pursuant to 11 U.S.C. § 105(a) directing the Debtor to execute all documents required to effectuate the transfer of 288 shares of Netline from Enjoy Capital, LLC to the Trustee or in the alternative, authorizing the Trustee to execute such documents; and
- d. such other and further relief as this Court deems just and proper (“Motion”).

PLEASE TAKE FURTHER NOTICE, that the sale of the assets shall be sold and transferred to the purchaser free and clear of any and all liens, encumbrances, claims and interests whether or not allowable (as such terms are defined in the Bankruptcy Code), charges and any other interest in such property, including tax obligations, with all encumbrances and liens attaching to the proceeds of the sale.

PLEASE TAKE FURTHER NOTICE, that copies of the Affirmation and the exhibits annexed thereto, including the Asset Sale and Purchase Agreement, are on file with the Clerk of the United States Bankruptcy Court, Alfonse M. D’Amato U.S. Courthouse, 290 Federal Plaza, Central Islip, New York 11722 and may be examined by any and all interested parties at any time during regular business hours. Additional information can be obtained from counsel for the Trustee set forth below.

PLEASE TAKE FURTHER NOTICE, that all offers for the purchase of the assets shall be submitted in writing to the Trustee’s counsel, Weinberg, Gross & Pergament LLP, 400 Garden City Plaza, Suite 403, Garden City, New York 11530, by no later than March 4, 2014 at 5:00 p.m. Each prospective purchaser shall submit a written offer and proof of financial capability of the offeror and accompanied by a deposit by bank check in an amount of ten (10%) percent of the offer or \$9,500.00, whichever sum is greater, and said deposit shall be paid to the Trustee prior to the submission of the offer, held in escrow by the Trustee, pending the Bankruptcy Court’s

determination on the sale of the assets, and applied toward the purchase price if the offer is accepted and automatically deemed non-refundable. The offer shall also provide that the transaction should be consummated within thirty (30) days of an entry of an Order approving the offer. In the event the offer is the second highest or better offer, the Trustee shall retain the deposit pending the closing with the highest or best offer and in the event the winning offeror fails to close within thirty (30) days of the entry of the Order, the second offeror shall be obligated to close within thirty (30) days after notice from the Trustee.

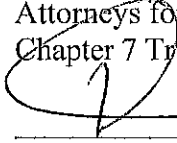
PLEASE TAKE FURTHER NOTICE, that the Bankruptcy Court shall retain jurisdiction to determine all matters arising out of or relating to any objection to the relief requested in the application or to a higher and better offer, and each person or entity making such an objection or offer at the hearing shall be governed by the conditions set by the Bankruptcy Court and subject itself to the jurisdiction of the Bankruptcy Court in reference to all matters arising out of its objection and all matters related thereto.

PLEASE TAKE FURTHER NOTICE, Objections to the Motion shall be filed as follows: (a) (i) through the Bankruptcy Court's electronic filing system (in accordance with General Order M-182), which may be accessed through the Internet at the Bankruptcy Court's website: [www.nyeb.uscourts.gov](http://www.nyeb.uscourts.gov), using Netscape Navigator software version 3.0 or higher, and (ii) in portable document format (PDF) using Adobe Exchange software for conversion; or (b) if a party is unable to file electronically, such party shall submit the objection in PDF format on a diskette in an envelope with the case name, case number, type and title of document, document number of the document to which the objection refers, and the file name on the outside of the envelope; or (c) if a party is unable to file electronically or use PDF format, such party shall submit the objection on a diskette in either Word, WordPerfect, or DOS text (ASCII) format. An objection

filed by a party with no legal representation shall comply with section (b) or (c) as set forth in this paragraph. A hard copy of the objection, whether filed pursuant to section (a), (b) or (c), as set forth in this paragraph, shall be hand-delivered directly to the Chambers of the Honorable Dorothy Eisenberg, and a hard copy shall be served upon the Trustee's counsel, Weinberg, Gross & Pergament LLP, 400 Garden City Plaza, Suite 403, Garden City, New York 11530, Attention: Marc A. Pergament, Esq., the Office of the United States Trustee, Alfonse M. D'Amato U.S. Courthouse, 560 Federal Plaza, Central Islip, New York 11722, and filed with the Clerk of the Bankruptcy Court, with a copy to chambers on or before February 25, 2014.

Dated: Garden City, New York  
February 5, 2014

Weinberg, Gross & Pergament LLP  
Attorneys for Marc A. Pergament,  
Chapter 7 Trustee of the Estate of Joseph Yerushalmi

By:   
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